

VALMONT INDUSTRIES INC  
Form 4  
April 24, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BRANSCOMBE STEVEN G

2. Issuer Name and Ticker or Trading Symbol  
VALMONT INDUSTRIES INC [VMI]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
1541 S. 108TH ST.  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
04/23/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP InformationTechnology

OMAHA, NE 68144  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code  | V Amount  |  |                                   |
| Common Stock                    | 04/23/2007                           |  | M                              | 2,000   | A \$ 13.91  | 10,905   | D                                 |
| Common Stock                    | 04/23/2007                           |  | F                              | 423   | D \$ 65.63  | 10,482   | D                                 |
| Common Stock                    | 04/23/2007                           |  | F                              | 495   | D \$ 65.63  | 9,987  | D                                 |
| Common Stock                    | 04/23/2007                           |  | M                              | 5,500   | A \$ 23.46  | 15,487   | D                                 |
| Common Stock                    | 04/23/2007                           |  | F                              | 1,966   | D \$ 65.63  | 13,521   | D                                 |

Edgar Filing: VALMONT INDUSTRIES INC - Form 4

|              |            |   |       |   |          |        |   |                    |
|--------------|------------|---|-------|---|----------|--------|---|--------------------|
| Common Stock | 04/23/2007 | F | 1,111 | D | \$ 65.63 | 12,410 | D |                    |
| Common Stock |            |   |       |   |          | 967    | I | by Managed Account |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
| Non-Qualified Stock Option (right to buy)  | \$ 13.91   | 04/23/2007                           |  | M                              | 2,000  | 12/16/2002 <sup>(1)</sup> 12/15/2011                     | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 23.46   | 04/23/2007                           |  | M                              | 5,500  | 12/14/2004 <sup>(2)</sup> 12/14/2013                     | Common Stock  |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships   |
|---|---|
| BRANSCOMBE STEVEN G<br>1541 S. 108TH ST.<br>OMAHA, NE 68144 | Director 10% Owner Officer<br>VP Information Technology |

## Signatures

By: Terry J. McClain For: Steven Branscombe 04/24/2007

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options become exercisable in three annual increments of 2,000 each commencing on 12/16/02.

(2) Options become exercisable in three annual increments - two increments of 1,833 and one increment of 1,834 commencing on 12/14/04.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.